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### MILLER, SHINE & BRYAN, P.L. ATTORNEYS AT LAW

JOE C. MILLER II
Board Certified
Civil Trial Lawyer
JUDITH G. SHINE
LINDA LOGAN BRYAN

P.O. BOX 3376 97 ORANGE STREET ST. AUGUSTINE, FL 32085-3376 904-824-0484

March 12, 2007

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Vista Hotel V, Inc.

Dear Sir or Madam:

Enclosed for filing please find the original Articles of Incorporation for filing relative to the above corporation, along with a copy of the Articles and Miller, Shine & Bryan, P. L. check in the amount of \$70.00, representing the filing fee and Designation of Registered Agent. I have provided a self-addressed, pre-paid envelope for your convenience in returning a file-stamped copy of the Articles.

Thank you for your consideration.

Sincerely

Linda Logan Bryan

LLB/Iw enclosures

cc: Kantibhai M. Patel

## ARTICLES OF INCORPORATION OF VISTA HOTEL V, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

١.

#### NAME

The name of the corporation is **VISTA HOTEL V, INC.** 

11.

#### **DURATION**

The duration of the corporation shall be perpetual.

III.

#### **CORPORATE PURPOSE**

The general purpose for which the corporation is organized is to own, operate and/or manage a hotel and any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to do all the things as are necessary or desirable in order to accomplish the foregoing.

IV.

#### SHARES (STOCK)

A. The aggregate number of shares which the corporation is authorized to issue is

One Hundred (100) shares. Such shares shall be of a single class, and shall have no (\$0.00) par value.

- B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- C. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than seventy-five (75) persons. Stock will be issued and transferred only to (1) natural persons, (2) estates, or (3) a qualified subchapter S trust (QSST) as described in title 26 United States Code Section 1361 defining a qualified "small business corporation." In addition, no stock shall be issued or transferred to a nonresident alien.

٧.

#### PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office and for its mail is 32 Avenida Menendez, St. Augustine, FL 32084.

VI.

#### DIRECTORS

A. This corporation shall have at least one (1) but no more than three (3) directors.

The number of directors constituting the initial Board of Directors of the corporation is two (2). The names and addresses of the people who are to serve

#### as the members of the initial Board of Directors is:

Kantibhai M. Patel 32 Avenida Menendez St. Augustine, FL 32084 Kalavati K. Patel 32 Avenida Menendez St. Augustine, FL 32084

VIII.

#### **OFFICERS**

The initial officers of the corporation shall be:

Vikesh K. Patel

President

32 Avenida Menendez St. Augustine, FL 32084

Anish K. Patel

Vice-President

32 Avenida Menendez St. Augustine, FL 32084

Kalavati K. Patel

Secretary/Treasurer

32 Avenida Menendez St. Augustine, FL 32084

IX.

#### INFORMAL ACTION OF DIRECTORS AND SHAREHOLDERS

If the required majority of the directors or shareholders severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors or Shareholders.

#### **INCORPORATOR**

The name and address of the incorporator is as follows:

Vikesh K. Patel 32 Avenida Menendez St. Augustine, FL 32084

The Articles of Incorporation of VISTA HOTEL V, INC. are executed by the undersigned at St. Augustine, St. Johns County, Florida, this \2 day of March, 2007.

Vikesh K. Patel/Incorporator

STATE OF FLORIDA COUNTY OF ST. JOHNS

The foregoing Articles of Incorporation of VISTA HOTEL V, INC. were acknowledged before me this  $12^{12}$  day of March, 2007, by Vikesh K. Patel, Incorporator of VISTA HOTEL V, INC., desiring to organize under the laws of the State of Florida. she is personally known to me or has produced 1240-841-84- as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 122 day of March 2007.

Signature of Person Taking Acknowledgment

Name of Person Taking Acknowledgment

(Typed, Printed or Stamped)

Notary Public

Serial No.:

Mary E. Horn
Commission # DD343635
Expires September 7, 2008

OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN

THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVE

2007 MAR 15 PM 2: NO STATE PLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **VISTA HOTEL V, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of St. Augustine, County of St. Johns, State of Florida, has named **KANTIBHAI M. PATEL**, located at 32 Avenida Menendez, St. Augustine, Florida 32084, as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Kantibhai M. Patel